

< Caution >

This document is a translation of the original Japanese document and is only for reference purposes. In the event of any discrepancy between this translated document and the original Japanese document, the latter shall prevail.



## 31st Annual General Meeting of Shareholders

# Notice of Convocation

### | Date & Time |

Tuesday, June 24, 2025 at 2:00 p.m.  
(Reception opens at 1:30 p.m.)

### | Place |

Bellesalle Tokyo Nihonbashi 5F Room4+5  
Tokyo Nihonbashi Tower  
2-7-1 Nihonbashi, Chuo-ku, Tokyo

### | Matters to be approved |

Proposal 1: Appropriation of Surplus  
Proposal 2: Election of Five (5) Directors

### Notice of Change of Time and Place

The time and place will be different from last time.  
Please check "Map of the General Meeting of Shareholders venue" at the end of the page and be careful not to make a mistake when you come.

### | Table of Contents |

Message from CEO .....	1
Notice of Convocation of the 31st Annual General Meeting of Shareholders .....	3
Business Report .....	8
Consolidated Financial Statements .....	25
Financial Statements .....	28
Audit Report .....	31
Reference Documents for the General Meeting of Shareholders .....	37

Japan Elevator Service Holdings Co., Ltd.

Securities Code 6544

# Message from CEO



President & Representative  
Director CEO  
Katsushi Ishida

## Management Philosophy

### Safety above anything else

Our lifeline is "safety" above all else.  
A commitment to watch over you 24  
hours a day, 365 days a year

### No cutting corners even when others don't see it

Aiming for safe operation without  
cutting corners even when others  
don't see it.

### Building on trust

As an expert company specializing  
in maintenance, we will build  
relationships of trust with many  
customers based on our position  
and strengths as a company that is  
by no means a manufacturer.

## To Our Shareholders

We would like to thank you for your continued support.

We are pleased to present the Notice of the 31st Annual General Meeting of Shareholders.

Based on our corporate philosophy "Safety above anything else", "No cutting corners even when others don't see it", and "Building on trust", we provide maintenance and repair, and modernization services for elevators and other social infrastructure, always placing the safety and security of our customers as our top priority. We provide industry-leading quality services at reasonable prices.

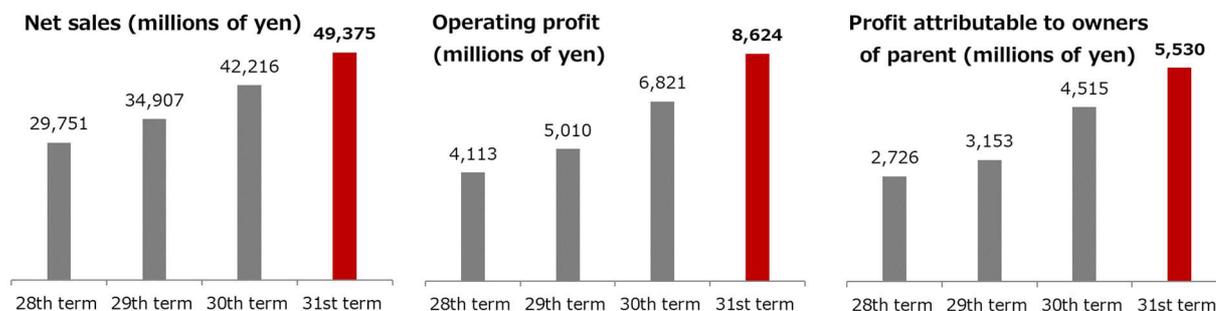
For the fiscal year ended March 31, 2025, the third year of the "VISION2027" medium-term management plan announced in May 2022, the number of maintenance contracts in Japan reached 113,000 units, with a record -breaking net increase of approximately 13,000 units from the end of the previous fiscal year. Shipment volume in modernization service also remained high at 2,200 units on the back of strong demand. As a result, net sales increased 17.0% from the previous fiscal year to 49.3 billion yen, operating profit increased 26.4% to 8.6 billion yen, and profit attributable to owners of the parent increased 22.5% to 5.5 billion yen, marking new records for both sales and profit. Accordingly, the Company plans to pay a dividend of 31 yen per share.

Since going public in 2017, we have been investing to expand our business, and with the completion of JIK in Takarazuka City last year, we have almost completed our large-scale investments. We believe the time is right for us to deliver on our shareholders' expectations by continuing to increase the number of maintenance contracts, recouping our investment, enhancing shareholder returns and increasing shareholder value.

With the recent price hikes, we will continue to build bonds of trust throughout the country so that more customers can enjoy the benefits of our services. Needless to say, we will strive to solve social issues such as creating employment opportunities and fulfilling careers, and reducing environmental stress, with the aim of realizing a sustainable society, in addition to business growth. We would like to ask our shareholders for their continued support.

June 2, 2025

## Financial Highlights



## Medium-term Management Plan

---

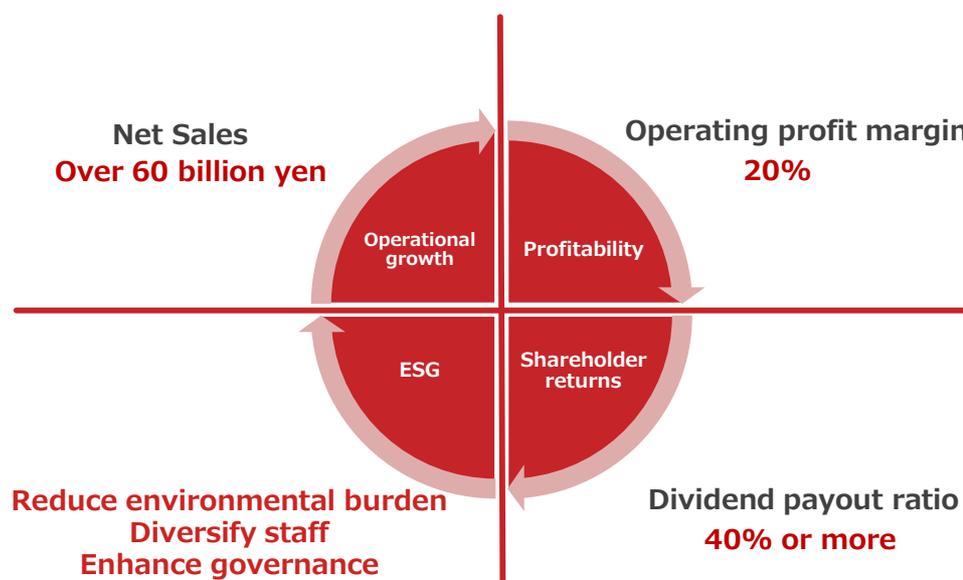
VISION2027 is our first five-year medium-term management plan. As a company listed on the Prime Market of the Tokyo Stock Exchange, we have formulated this plan with the aim of simultaneously achieving sustainable growth and increasing corporate value by addressing not only business growth but also social and environmental issues from a medium- to long-term perspective. It consists of four pillars: business growth, profitability, shareholder returns and ESG initiatives.

As a growth indicator, we aim to achieve consolidated net sales of JPY 60 billion by increasing maintenance and repair service sales by expanding our domestic market share and accelerating sales growth by capturing modernization demand in line with the increase in the number of maintenance contracts. As a profitability indicator, we aim to achieve an operating profit margin (before goodwill amortization) of 20%. In addition to improving operational efficiency through human resource development and digital utilization, we will improve profitability by reducing indirect costs.

Our shareholder return policy is to maintain the existing dividend payout ratio of 40% or more, with the aim of increasing returns to shareholders along with profit growth.

As for ESG initiatives, we are developing various initiatives to protect the safety and security of elevators, which is a social infrastructure, including strengthening social initiatives in the supply chain. The description is summarized in the "Sustainability Report 2024" published in March.

### Raise corporate value through growth, prosper together with all stakeholders



To All Shareholders

Securities Code 6544

June 6, 2025

(Start date of electronic provisioning measures: June 2, 2025)

1-3-13 Nihonbashi, Chuo-ku, Tokyo

## Japan Elevator Service Holdings Co., Ltd.

Katsushi Ishida,

President & Representative Director CEO

---

### Notice of Convocation of the 31st Annual General Meeting of Shareholders

---

Dear Sir or Madam,

We would like to express our sincere appreciation for your continued support.

Notice is hereby given that the 31st Annual General Meeting of Shareholders of the Company will be held as follows.

At the time of the convocation of 31st Annual General Meeting of Shareholders, the Company has taken electronic provision measures for the information contained in the Reference Documents for the General Meeting of Shareholders (Electronic Provision Measures), and posted the Electronic Provision Measures in the "Notice of Convocation of the 31st Annual General Meeting of Shareholders" on the Company's website."

You are kindly requested to visit the Company website below for confirmation.

Our Website

<https://www.jes24.co.jp/en/ir/report2.html>



In addition to the Company's website, the matters regarding the electronic provision of information are also posted on the website of the Tokyo Stock Exchange (TSE), which can be found at the following link.

Tokyo Stock Exchange Website (TSE Listed Company Information Service)

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



(Please access the above TSE website (TSE Listed Company Information Service), enter "Japan Elevator Service Holdings" in "Issue Name (Company Name)" or our securities code "6544" in "Code", select "Basic Information" and "Documents for public inspection/PR information" in that order, and check "Notice of General Shareholders Meeting/Information Materials for General Shareholders Meeting."

**In exercising your voting rights in writing (by mail) or via the Internet, please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 6:00 p.m. on June 23, 2025 (Monday).**

Yours sincerely

---

Note

---

- 1. Date and time**      Tuesday, June 24, 2025 at 2:00 p.m. (Reception opens at 1:30 p.m.)  
(Please note that the time is different from the last time.)
- 2. Place**                      Bellesalle Tokyo Nihonbashi 5F Room4+5,  
Tokyo Nihonbashi Tower 2-7-1 Nihonbashi, Chuo-ku, Tokyo (The venue will  
be different from last time. Please check "Map of the General Meeting of  
Shareholders venue" at the end of the document and be careful not to make a  
mistake when you come.)
- 3. Meeting Agenda**    **Matters to be reported**    1. Business Report and Consolidated Financial  
Statements for the 31st fiscal year (from April  
1, 2024 to March 31, 2025) and the Audit  
Reports of the Accounting Auditor and Audit  
& Supervisory Board on the Consolidated  
Financial Statements  
2. Financial statements for the 31st fiscal year  
(from April 1, 2024 to March 31, 2025)
- Matters to be resolved**    Proposal 1: Appropriation of Surplus  
Proposal 2: Election of Five (5) Directors
- 4. Information on the exercise of voting  
rights**                      Please refer to [Information on the Exercise of  
Voting Rights] on pages from 5 to 7.
- 

Ends

- ◎ If you plan to attend the meeting in person, please submit the enclosed Voting Rights Exercise Form to the receptionist at the meeting. In order to conserve resources, we ask that you please take this Notice of Convocation with you.
- ◎ At this Shareholders' Meeting, the Company will uniformly send a document containing the electronic provision measure matters, irrespective of whether or not a request for the delivery of the document has been made. The following items among the items to be provided electronically are not included in the document to be sent in accordance with the provisions of the law and Article 14 of the Company's Articles of Association:
  - (i) "Systems to ensure proper business operations and the status of operation of such systems" in the Business Report,
  - (ii) "Notes to the consolidated financial statements" in the consolidated financial statements, and
  - (iii) "Notes to the financial statements" in the financial statements.Accordingly, the business report, consolidated financial statements, and financial statements included in this document are part of the subject documents audited by the accounting auditor in preparing the accounting audit report and by the auditors in preparing their audit report.
- ◎ If any revisions are made to the matters in the electronic provision measures, a notice as well as the matters before and after the modifications will be posted on the website on the Internet.
- ◎ No souvenirs will be provided for shareholders attending the General Meeting of Shareholders. We appreciate your understanding.
- ◎ If any major changes occur to the schedule for holding and operating the General Meeting of Shareholders due to future circumstances, we will announce them on our website.



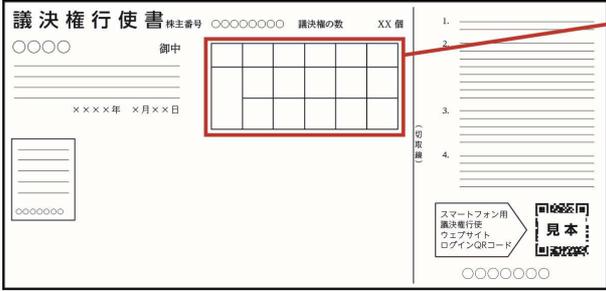
## Information on the Exercise of Voting Rights

The right to vote at shareholders' meetings is an important right for all shareholders. Please exercise your voting rights after reviewing the Reference Documents for the General Meeting of Shareholders as set forth below.

There are three ways to exercise your voting rights

 <p><b>If you are attending the General Meeting of Shareholders</b></p> <p>Please submit the enclosed voting form to the receptionist at the meeting.</p> <p>Day &amp; Time</p> <p><b>Tuesday, June 24, 2025 2:00 P.M.</b></p>	 <p><b>If you exercise your voting rights in writing (by mail)</b></p> <p>Please indicate your approval or disapproval of the proposals on the enclosed Voting Rights Exercise Form and return it to us.</p> <p>Exercise deadline</p> <p><b>Up to 6:00 P.M. arrival on Monday, June 23, 2025</b></p>	 <p><b>If you exercise your voting rights via the Internet</b></p> <p>Please follow the directions on the next page to enter your approval or disapproval of the proposals.</p> <p>Exercise deadline</p> <p><b>Until Monday, June 23, 2025, 6:00 P.M.</b></p>
---	---	--

## Information on how to fill out the Voting Rights Exercise Form



こちらに議案の賛否をご記入ください。

**第1号議案**

- 賛成の場合 >> 「賛」の欄に○印
- 反対する場合 >> 「否」の欄に○印

**第2号議案**

- 全員賛成の場合 >> 「賛」の欄に○印
- 全員反対する場合 >> 「否」の欄に○印
- 一部の候補者を反対する場合 >> 「賛」の欄に○印をし、反対する候補者の番号をご記入ください。

※議決権行使書用紙はイメージです。

If you exercise your voting rights in writing (by mail) and return the Voting Rights Exercise Form without indicating your approval or disapproval of the proposals, we will treat it as if you had exercised your voting rights in favor of the proposals.

If you exercise your voting rights both in writing (by mail) and via the Internet, etc., we will treat the exercise of voting rights via the Internet, etc. as a valid exercise of voting rights. If you exercise your voting rights more than once via the Internet, etc., the last vote will be treated as a valid exercise of your voting rights.



## Exercise of voting rights via the Internet, etc.

Exercise  
deadline

Until 6:00 P.M  
on Monday, June 23, 2025.

### How to read the login QR code "Smart Exercise."

You can log in to the voting website without entering  
your voting code and password.

- 1 議決権行使書用紙右下に記載のQRコードを  
読み取ってください。

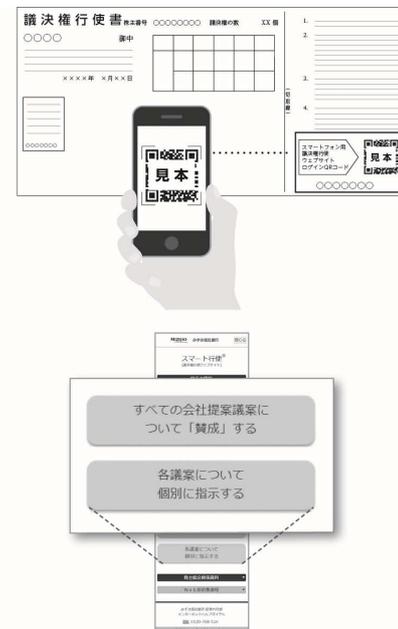
※「QRコード」は株式会社デンソーウェブの登録商標です。

- 2 以降は画面の案内に従って賛否をご入力くだ  
さい。

「スマート行使」での議決権行使は**1回のみ**。

議決権行使後に行使内容を変更する場合は、お手数ですが  
PC向けサイトへアクセスし、議決権行使書用紙に記載の  
「議決権行使コード」・「パスワード」を入力してログイン、  
再度議決権行使をお願いいたします。

※QRコードを再度読み取っていただくと、PC向けサイト  
へ遷移できます。

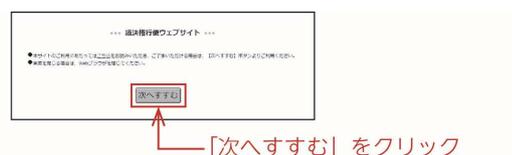


※議決権行使書用紙はイメージです。

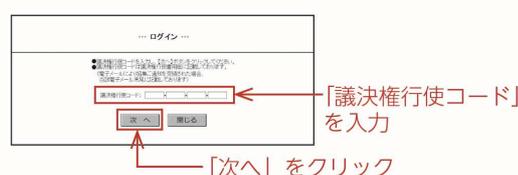
# How to enter your voting code and password

Voting website <https://soukai.mizuho-tb.co.jp/>

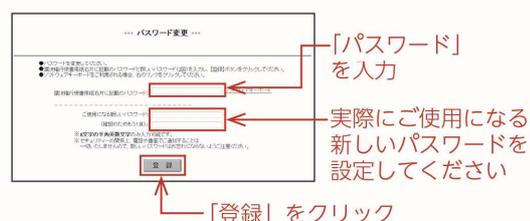
**1** 議決権行使ウェブサイトへアクセスしてください。



**2** 議決権行使書用紙に記載された「議決権行使コード」をご入力ください。



**3** 議決権行使書用紙に記載された「パスワード」をご入力ください。



**4** 以降は画面の案内に従って賛否をご入力ください。

※操作画面はイメージです。

Please note that you may not be able to use the website for exercising voting rights depending on the Internet environment of your PC, smartphone or cell phone.

Inquiries regarding the exercise of voting rights via the Internet

To Institutional Investors:

Mizuho Trust & Banking, Stock Transfer Agency Department  
Internet Help Dial  
 0120-768-524  
(Reception hours: 9:00-21:00)

Institutional investors may also exercise their voting rights for this General Meeting of Shareholders via the "Electronic Voting Platform" operated by ICJ, Inc.

# Business Report (from April 1, 2024 to March 31, 2025)

## 1 Current Status of the Group

### (1) Business status during the current fiscal year

#### (i) Business Progress and Results

During the current consolidated fiscal year, the economic trends in Japan showed a moderate recovery along with the improvement of employment and compensation conditions. However, the outlook remained uncertain due to the effects of rising prices and companies' needs for cost reduction were expected to increase more than ever.

In the maintenance for elevator and other equipment industry, the market was on a gradual expansion trend due to the steady increase in the number of condominium units in stock and the increase in the supply of office buildings.

In this market environment, the Group had been working to respond to the cost reduction needs of companies by switching contracts to independent maintenance companies, improving its nationwide network, acquiring and training personnel to strengthen quality and safety, and reinforcing its sales force. JES Innovation Center Kansai (JIK) was completed in Takarazuka City, Hyogo in the previous fiscal year. With the completion of JIK, the Group was able to improve the quality of our services in the western Japan area by establishing a system that would enable us to supply parts quickly and stably and increase our modernization capacity.

As for maintenance and repair services, the number of maintenance contracts remained steady, and net sales of maintenance and repair services for the current fiscal year amounted to 30,538 million yen (up 15.1% YoY). In modernization services, net sales of modernization services for the current fiscal year were 17,325 million yen (up 21.5% YoY), thanks to a strengthened sales force in preparation for business expansion and stronger proposals for elevators which parts supply has been suspended.

As a result of the above, for the current consolidated fiscal year the Company recorded net sales of 49,375 million yen (up 17.0% YoY), operating profit of 8,624 million yen (up 26.4% YoY), ordinary profit of 8,621 million yen (up 25.8% YoY), and profit attributable to owners of parent of 5,530 million yen (up 22.5% YoY).

	30th period (Fiscal year ended March 31, 2024)	31st period (Fiscal year ended March 31, 2025)	Compared to the previous fiscal year	
	Amount (millions of yen)	Amount (millions of yen)	Amount (millions of yen)	Percentage change
Net sales	42,216	49,375	+7,158	+17.0%
Operating profit	6,821	8,624	+1,803	+26.4%
Ordinary profit	6,851	8,621	+1,769	+25.8%
Profit attributable to owners of parent	4,515	5,530	+1,014	+22.5%

**(ii) Capital Expenditures**

The total amount of capital expenditures made by the Group during the current fiscal year was 1,705 million yen. The main part of this investment was in remote monitoring terminals. There were no disposals or sales of significant facilities during the current fiscal year.

**(iii) Financing**

In the current fiscal year, the Group raised funds of 2,600 million yen in the form of loans from financial institutions.

**(iv) Transfer of business, absorption-type demerger or incorporation-type demerger**

There are no significant matters to be stated.

**(v) Acquisition of business of other companies**

There are no significant matters to be stated.

**(vi) Succession to rights and obligations relating to the business of other corporations, etc., as a result of absorption-type merger or absorption-type split**

There are no significant matters to be stated.

**(vii) Acquisition or disposal of shares, other equity interests or stock acquisition rights, etc. of other companies**

There are no significant matters to be stated.

## (2) Status of assets and profit and loss for the previous three fiscal years

### (i) Assets and profit and loss of the Group

		28th period (Fiscal year ended March 31, 2022)	29th period (Fiscal year ended March 31, 2023)	30th period (Fiscal year ended March 31, 2024)	31st period (Current fiscal year) (Fiscal year ended March 31, 2025)
<b>Net sales</b>	(millions of yen)	29,751	34,907	42,216	<b>49,375</b>
<b>Ordinary profit</b>	(millions of yen)	4,225	5,100	6,851	<b>8,621</b>
<b>Profit attributable to owners of parent</b>	(millions of yen)	2,726	3,153	4,515	<b>5,530</b>
<b>Earnings per share</b>	(Yen)	30.73	35.47	50.71	<b>62.10</b>
<b>Total assets</b>	(millions of yen)	25,338	29,002	32,539	<b>35,407</b>
<b>Net assets</b>	(millions of yen)	11,756	13,678	16,789	<b>20,315</b>
<b>Net assets per share</b>	(Yen)	131.42	151.74	185.67	<b>224.13</b>

### (ii) Assets and Profits and Losses of the Company

		28th period (Fiscal year ended March 31, 2022)	29th period (Fiscal year ended March 31, 2023)	30th period (Fiscal year ended March 31, 2024)	31st period (Current fiscal year) (Fiscal year ended March 31, 2025)
<b>Operating revenue</b>	(millions of yen)	6,293	6,876	7,643	<b>8,371</b>
<b>Ordinary profit</b>	(millions of yen)	2,200	2,302	2,436	<b>2,831</b>
<b>Profit</b>	(millions of yen)	2,064	2,065	2,379	<b>2,450</b>
<b>Earnings per share</b>	(Yen)	23.27	23.23	26.72	<b>27.52</b>
<b>Total assets</b>	(millions of yen)	19,724	22,169	22,867	<b>23,857</b>
<b>Net assets</b>	(millions of yen)	8,564	9,430	10,295	<b>10,520</b>
<b>Net assets per share</b>	(Yen)	96.52	105.89	115.61	<b>118.13</b>

- (Notes)
1. Earnings per share is calculated based on the average number of shares outstanding during the period, excluding treasury shares.
  2. Net assets per share is calculated based on the total number of shares outstanding at the end of the period, excluding treasury shares.

### (3) Significant Parent Company and Subsidiaries

#### (i) Parent Company

Not applicable.

#### (ii) Significant Subsidiaries

Company Name	Share capital (millions of yen)	Percentage of voting rights held by the Company (%)	Principal Businesses
Japan Elevator Service Hokkaido Co., Ltd.	10	100.0	Maintenance, repair and modernization services for elevators and other equipment in the Hokkaido area.
Japan Elevator Service Jyonan Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the eastern Kanto and eastern Tokyo area
Japan Elevator Service Jyosai Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the northern Kanto, western Tokyo, Tohoku, Shinetsu and Hokuriku regions
Japan Elevator Service Kanagawa Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the Kanagawa area
Japan Elevator Service Tokai Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the Tokai area
Japan Elevator Service Kansai Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the Kansai area
Japan Elevator Service Chushikoku Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the Chugoku and Shikoku regions
Japan Elevator Service Kyushu Co., Ltd.	10	100.0	Maintenance and repair services for elevators and other equipment in the Kyushu area
Japan Elevator Parts Co., Ltd.	10	100.0	Modernization service for elevators and other equipment and storage and sales of related parts

#### **(4) Issues to be addressed**

In the elevator and other maintenance industry, business opportunities are increasing due to an increase in the supply of elevators and other equipment as a result of the growing supply of real estate, and the demand for cost reductions by property owners and building management companies, etc. At the same time, there is a growing social demand for the safe operation of elevators and other equipment and the need to provide high-quality services. In this business environment, we recognize that the main issues to be addressed by the Group are as follows.

##### **(i) Build and expand domestic business base**

We recognize that building and expanding our business base is a challenge for the Group to achieve stable growth. Specifically, we believe it is most important to increase the number of maintenance contracts, which will lead to ongoing revenue and expansion into repair and modernization services.

##### **(ii) Secure and develop human resources**

The foundation of the Group's business competitiveness is human resources capable of providing the high-quality maintenance services required for the safe operation of elevators, and we believe that securing and training such personnel is essential for the future growth of our Group.

The Group will continue strengthening the training it has provided to employees and establish an in-house technical and quality certification system to develop human resources with high skill levels.

In addition, the Group will seek to improve public awareness of the Group and working conditions, actively increase the number of new graduates and mid-career hires, and supplement its workforce as appropriate through the use of subcontractors that can guarantee the quality demanded by the Group.

##### **(iii) Develop overseas business**

We believe that demand for high-quality maintenance services exists widely not only in the Japanese market but also in overseas markets. By leveraging the Group's technical capabilities to handle elevators from multiple manufacturers and its expertise in education and training, which it has cultivated in the Japanese market, the Group intends to expand and grow in overseas markets.

##### **(iv) Consider capital and business alliances for business expansion**

We will consider acquiring other companies, forming joint ventures or business alliances with other companies that would contribute to improving the corporate value of our group.

**(v) Promote research and development**

The JES Innovation Center (JIC), a research and development facility equipped with a 50-meter elevator test tower, and the JES Innovation Center Lab (JIL), located adjacent to the JIC, promote research and development activities such as elevator modernization.

**(vi) Stabilize financial base**

The future expansion of the Group's business will require upfront and ongoing investment to accommodate evolving technologies related to elevators, including research and development, investment in human resources, and expansion of training facilities. To prepare for future capital needs, the Group shall secure internal reserves and stabilize its financial position by raising funds through borrowings and other means.

**(5) Principal Businesses (as of March 31, 2025)**

Business Segment	Business
Maintenance Business	Maintenance, repair, and modernization of elevators and escalators

**(6) Principal Offices** (as of March 31, 2025)

**(i) The Company**

<b>Name</b>	<b>Location</b>
Head office	Chuo-ku, Tokyo
JES Innovation Center	Wako City, Saitama
JES Innovation Center Lab	Wako City, Saitama
JES Innovation Center Kansai	Takarazuka City, Hyogo

**(ii) Subsidiaries**

<b>Name</b>	<b>Location</b>
Japan Elevator Service Hokkaido Co., Ltd.	Head office (Sapporo City, Hokkaido), etc.
Japan Elevator Service Jyonan Co., Ltd.	Head office (Chiyoda-ku, Tokyo), etc.
Japan Elevator Service Jyosai Co., Ltd.	Head office (Shinjuku-ku, Tokyo), etc.
Japan Elevator Service Kanagawa Co., Ltd.	Head office (Yokohama City, Kanagawa), etc.
Japan Elevator Service Tokai Co., Ltd.	Head office (Nagoya City, Aichi), etc.
Japan Elevator Service Kansai Co., Ltd.	Head office (Osaka City, Osaka), etc.
Japan Elevator Service Chushikoku Co., Ltd.	Head office (Hiroshima City, Hiroshima), etc.
Japan Elevator Service Kyushu Co., Ltd.	Head office (Fukuoka City, Fukuoka), etc.
Japan Elevator Parts Co., Ltd.	Head office (Wako City, Saitama), etc.

**(7) Employees** (as of March 31, 2025)

**(i) Employees of the Group**

Number of employees	Change from the end of the previous fiscal year
2,028 (438) persons	Increase of 160 (43) persons

- (Notes)
1. The number of employees is the number of full-time employees (excluding employees on loan to outside the Group and including employees on loan from outside the Group to the Group). The average number of temporary employees for the year is shown in parentheses.
  2. The increase of 160 employees from the end of the previous fiscal year is mainly due to the hiring of new employees in line with business expansion.
  3. The Company's group is composed of a single segment, the maintenance business only, and therefore, segment information is not provided.

**(ii) Employees of the Company**

Number of employees	Change from the end of the previous fiscal year	Average age	Average years of service
249 (62) persons	Increase of 1(4) persons	41.8 years old	7.6 years

- (Note)
- The number of employees is the number of full-time employees (excluding employees dispatched from the Company to outside companies and including employees dispatched from outside companies to the Company). The average number of temporary employees for the year is shown in parentheses.

**(8) Principal Lenders** (as of March 31, 2025)

Lender	Amount borrowed
Mizuho Bank, Ltd.	788 millions of yen
Sumitomo Mitsui Banking Corporation	785
MUFG Bank, Ltd.	781
The 77 Bank Ltd.	450
The Nishi-Nippon City Bank, Ltd.	450
The Hokkaido Bank, Ltd.	257
The Bank of Yokohama, Ltd.	216

**(9) Other important matters concerning the current status of the corporate group**

Not applicable.

## 2 Current Status of the Company

### (1) Status of Shares (as of March 31, 2025)

(i) Total number of shares authorized 224,000,000 shares

(ii) Total number of shares issued and outstanding 89,067,200 shares  
(including 9,981 treasury shares)

(iii) Number of shareholders 7,694 persons

### (iv) Major shareholders

Shareholder Name	Number of shares held	Shareholding ratio
KI Corporation	19,009 <sup>thousand shares</sup>	21.3%
The Master Trust Bank of Japan, Ltd. (Trust Account)	10,707	12.0
STATE STREET BANK AND TRUST COMPANY 505001	10,558	11.8
The Custody Bank of Japan, Ltd. (Trust Account)	5,270	5.9
BNYM AS AGT/CLTS NON TREATY JASDEC	2,186	2.4
J.P. MORGAN CHASE BANK 385840	1,941	2.1
NORTHERN TRUST CO. (AVFC) RE FIDELITY FUNDS	1,789	2.0
THE BANK OF NEW YORK MELON 140042	1,707	1.9
STATE STREET BANK AND TRUST COMPANY 505103	1,628	1.8
THE BANK OF NEW YORK MELON 140044	1,615	1.8

(Note) Shareholding ratio is calculated excluding treasury shares (9,981 shares).

**(2) Stock acquisition rights, etc.**

**(i) Stock acquisition rights held by the corporate officers of the Company as of the end of the fiscal year under review that were issued in compensation for the execution of their duties**

Not applicable.

**(ii) Stock acquisition rights issued to employees, etc. as compensation for the execution of their duties during the fiscal year under review**

Not applicable.

**(iii) Other important matters concerning stock acquisition rights, etc.**

Details of stock acquisition rights issued to the Company's employees, etc. as of March 31, 2025 are as follows.

Name	First Series Stock Acquisition Rights
Date of resolution	March 15, 2016
Number of stock acquisition rights	406 units
Type and number of shares to be issued upon exercise of stock acquisition rights	Common stock 324,800 shares (per stock acquisition right 800 shares)
Amount to be paid in for stock acquisition rights	No payment is required in exchange for stock acquisition rights.
Amount of assets to be contributed upon exercise of stock acquisition rights	Per stock acquisition right 66,400 yen (per share 83 yen)
Exercise period	April 1, 2019 through March 31, 2026
Conditions for Exercise	See notes
Status of possession by employers, etc.	Number of stock acquisition rights 406 units Number of shares to be issued 324,800 shares Number of holders 1 person

(Notes) The conditions for exercising subscription rights to shares are as follows

1. The holders of the Stock Acquisition Rights shall be granted the right to exercise the number of stock acquisition rights (vested stock acquisition rights) specified below at the time and in the manner specified below, subject to the fulfillment of other conditions.

Schedule	Number of vested stock acquisition rights
After April 1, 2019	33% of allotment
After April 1, 2021	66% of allotment
After April 1, 2024	100% of allotment

2. The Company conducted a 100-for-1 stock split on August 31, 2016, a 2-for-1 stock split on October 1, 2017, a 2-for-1 stock split on October 1, 2018, and a 2-for-1 stock split on January 1, 2021. The Company conducted a 2-for-1 stock split on October 1, 2018 and a 2-for-1 stock split on January 1, 2021. As a result, "Number of shares to be issued upon exercise of stock acquisition rights" and "Value of assets to be contributed upon exercise of stock acquisition rights" were adjusted.

### (3) Directors and Audit & Supervisory Board Members

#### (i) Directors and Audit & Supervisory Board Members (as of March 31, 2025)

Position in the Company	Name	Responsibilities and Important Concurrent Positions
President & Representative Director	Katsushi Ishida	CEO Representative Director of KI Corporation
Director, Deputy President	Kimihiko Imamura	CFO, General Manager of Business Administration Headquarters
Director <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Hitoshi Watanabe	Head of Watanabe CPA Office President of R&J Co., Ltd.
Director <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Noriko Endo	Outside Director of AIN Holdings, Inc. Outside Director of Hankyu Hanshin Holdings, Inc. Project Professor of Global Research Institute, Keio University(Retired on March 31,2025) Outside Director of Nippon Telegraph and Telephone Corporation Professor of Research Council, Waseda University
Director <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Mika Yano	Representative Director and President of Mizenka Co., Ltd. Vice President & Legal Counsel, General Manager, Japan MGM, MGM Resorts Japan, LLC
Full-time Audit & Supervisory Board member	Kei Tachibana	
Audit & Supervisory Board member <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Nobuyasu Ogata	Representative Attorney, Ogata Law Office.
Audit & Supervisory Board member <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Midori Mizutani	Representative of Mizutani Certified Public Accountant Office Representative Director, Smart Plus Consulting Co., Ltd. Representative Partner, Ginza Sphere Tax Accountant Corporation Outside Director, Interworks Confidence Inc. Outside Director (Audit Committee member), Genetec Corporation

- (Notes)
1. Director Shuji Kuramoto, Shinsuke Uno and Daiki Murakami retired from their post as directors and Audit & Supervisory Board member Hitoshi Maeda and Shigeru Haga retired from their post as Audit & Supervisory Board members of the Company and at the conclusion of the 30th Annual General Meeting of Shareholders held on June 21, 2024, due to expiration of their terms of office.
  2. The Company has designated all of its outside directors and outside Audit & Supervisory Board members as independent directors/auditors as stipulated by the Tokyo Stock Exchange, and has notified the Tokyo Stock Exchange to that effect.
  3. Director Noriko Endo's name in the family register is Noriko Tsujihiro.
  4. Full-time Audit & Supervisory Board member Mr. Kei Tachibana had been in charge of the Company's accounting operations for many years in the past (15 years from 2005 to 2020) and has considerable years of knowledge in finance and accounting.
  5. Outside Audit & Supervisory Board member Midori Mizutani is a qualified certified public accountant and has considerable years of knowledge in finance and accounting.

**(ii) Outline of the contents of the liability limitation agreement**

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with each outside director and each Audit & Supervisory Board member to limit their liability for damages under Article 423, Paragraph 1 of the Act.

The maximum amount of liability for damages under such contracts is the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.

Such limitation of liability is limited to cases where the outside directors and Audit & Supervisory Board members perform their duties in good faith and without gross negligence.

**(iii) Summary of contents of directors' and officers' liability insurance policies, etc.**

The Company has concluded a directors' and corporate auditors' liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, which insures the directors, corporate auditors, and executive officers of the Company and its subsidiaries (including those who were in office during the fiscal year under review).

The insurance contract is renewed annually. The insurance company will compensate the insured for damages that may arise from the insured being held liable for the performance of his/her duties or being subject to claims related to the pursuit of such liability.

In addition, the insurance policy provides for an exemption from liability for damages in the event that the Company pursues liability for damages against the officer in question, and by setting a limit on the amount to be covered, the Company has taken measures to ensure that the officer's performance of his duties is not impaired. The same condition will be maintained in the next renewal of policy.

**(iv) Compensation of directors and Audit & Supervisory Board members**

**A. Policy on determining the content of directors' remuneration**

The Company's Board of Directors approved a policy for determining the details of remuneration for individual director.

The Board of Directors has also confirmed that the method of determining the details of remuneration, etc. for individual directors for the fiscal year under review and the details of remuneration, etc. determined are consistent with such determination policy and are deemed to be in line with such policy.

The details of the policy for determining the details of remuneration, etc. of individual directors are as follows

**1. Basic Policy**

The Company's basic policy is to set the remuneration of individual directors at an appropriate level based on their respective responsibilities when determining their remuneration. Specifically, the remuneration for executive directors shall consist of base remuneration as fixed remuneration and stock-based remuneration, while outside directors, who are responsible for supervisory functions, shall be paid only base remuneration in light of their duties.

2. Policy regarding the determination of the amount of remuneration, etc. for each individual for basic remuneration (monetary remuneration) (including policy regarding the determination of the timing or conditions of granting remuneration, etc.)

The basic remuneration of the Company's directors shall be a monthly fixed remuneration, which shall be determined in accordance with their position, responsibilities, and years in office, comprehensively taking into consideration the level of other companies, the Company's performance, and the level of employee salaries.

3. Policy regarding the determination of the details of non-monetary remuneration and the method of calculation of the amount or number of non-monetary remuneration (including policy regarding the determination of the timing or conditions of granting remuneration, etc.)

Non-monetary remuneration shall be in the form of restricted stock with a restriction period of up to 35 years, and shall be granted at a time determined by a resolution of the Board of Directors to the executive directors determined by the same resolution. The grantee, the number of shares to be granted, and the timing of the grant shall be determined by comprehensively taking into consideration the position, responsibilities, the level of other companies, and the Company's business performance.

4. Policy regarding the determination of the amount of monetary and non-monetary remuneration as a percentage of the amount of remuneration, etc., paid to each individual director

The ratio of remuneration for each type of executive director shall be determined based on monthly fixed remuneration, while taking into consideration his/her position, responsibilities, the level of other companies, and the Company's business performance, as well as taking into account the Company's overall performance.

5. Matters concerning the determination of the details of remuneration, etc. of individual directors

The specific amount of remuneration for each individual shall be delegated to the President and Representative Director based on a resolution of the Board of Directors, and the content of the authority shall be the amount of basic remuneration for each director. To ensure that such authority is properly exercised by the Chairman of the Board of Directors, the President and Representative Directors shall consult with the directors and others, and shall consult with the Nomination and Remuneration Committee. The President and Representative Directors shall determine the amount of remuneration for each individual director, respecting the content of the consultation with such director, etc. and the report from the Nomination and Remuneration Committee. The number of shares of restricted stock (stock-based remuneration) to be allocated (granted) to each individual shall be determined by a resolution of the Board of Directors.

## B. Total amount of remuneration, etc. for the current fiscal year

	Total amount of remuneration, etc.	Total amount of remuneration, etc. by type		Number of eligible directors and officers
		Basic remuneration	Non-monetary remuneration, etc.	
Directors (of which outside directors)	137 million yen (20)	137 million yen (20)	-	8 persons (3)
Audit & Supervisory Board members (of which outside members)	23 (11)	23 (11)	-	5 (4)
Total amount (of which, outside officers)	160 (31)	160 (31)	-	13 (7)

- (Notes)
- The above includes three directors and two Audit & Supervisory Board members (including two outside Audit & Supervisory Board members) who retired at the conclusion of the 30th Annual General Meeting of Shareholders held on June 21, 2024,
  - The maximum amount of remuneration for directors was resolved at the 19th Annual General Meeting of Shareholders held on November 29, 2013 to be no more than 700 million yen per year (not including salaries as employees). The number of directors as of the close of this General Meeting of Shareholders was five. In addition, at the 24th Annual General Meeting of Shareholders held on June 26, 2018, as a separate line from the amount of remuneration, etc. for directors above, the Company resolved to set the amount of remuneration for the grant of restricted stock at no more than 350 million yen per year and the maximum number of shares at 170,000 shares per year (outside directors are not eligible for the grant. The maximum number of shares is adjusted to 680,000 shares per year after a 2-for-1 stock split of common shares implemented on October 1, 2018 and a 2-for-1 stock split of common shares implemented on January 1, 2021. The number of directors (excluding outside directors) as of the conclusion of this General Meeting of Shareholders was 10.
  - The maximum amount of remuneration for Audit & Supervisory Board members is 50 million yen per year as resolved at the 19th Annual General Meeting of Shareholders held on November 29, 2013. The number of Audit & Supervisory Board members at the end of the meeting was one.
  - The Board of Directors delegates to Mr. Katsushi Ishida, President and Representative Director, the determination of the amount of base remuneration for each director. The reason for the delegation is that the Company has determined that the President and Representative Director is the most appropriate person to determine the amount of base remuneration for each director, taking into consideration the Company's overall performance, position, and responsibilities. To ensure that such authority is properly exercised, the President and Representative Director CEO consults with the directors and others, and also consults with the Nomination and Remuneration Committee. The President and Representative Director CEO determines the amount of remuneration for each individual, respecting the content of the consultation with the relevant directors, etc. and the report from the Nomination and Remuneration Committee.

**(v) Matters related to Outside Officers**

**A. Significant concurrent positions held at other companies and relationship between the Company and such companies**

- As explained in “(i) Directors and Audit & Supervisory Board Members.” There is no special relationship between the Company and the company where she holds concurrent positions.

**B. Major activities during the current fiscal year**

- Outside Director

Name	Attendance at Board of Directors meetings	Summary of statements and duties performed with respect to the expected role
Hitoshi Watanabe	Attended 14 of 14 meetings held	Based on his expertise and extensive experience as a certified public accountant, he provides appropriate and necessary advice and recommendations from a neutral and objective standpoint as an outside director, not only in discussions of proposals but also in general corporate management, thereby fulfilling the expected roles and responsibilities.
Noriko Endo	Attended 14 of 14 meetings held	Based on her extensive experience and knowledge gained through editing economic journals and conducting public policy research, she provides appropriate and necessary advice and recommendations from a neutral and objective standpoint as an outside director, not only in discussions of proposals but also in general corporate management, thereby fulfilling the expected roles and responsibilities.
Mika Yano	Attended 14 of 14 meetings held	Based on her extensive experience and insight in corporate legal affairs as an attorney admitted in New York, U.S.A., she provides appropriate and necessary advice and recommendations from a neutral and objective standpoint as an outside director, not only in discussions of proposals but also in general corporate management, thereby fulfilling the expected roles and responsibilities.

- Outside Audit & Supervisory Board member

Name	Attendance		Summary of duties performed
	Board of Directors meeting	Audit & Supervisory Board meeting	
Nobuyasu Ogata	Attended 10 of 10 meetings held	Attended 10 of 10 meetings held	Based on his extensive knowledge and experience in law in general as an attorney, he provides advice and recommendations to ensure the adequacy and appropriateness of the Board of Directors and Audit & Supervisory Board from a neutral and objective standpoint as an outside Audit & Supervisory Board member.
Midori Mizutani	Attended 10 of 10 meetings held	Attended 10 of 10 meetings held	Based on her professional knowledge and extensive experience as a Certified public accountant, she provides advice and recommendations to ensure the adequacy and appropriateness of the Board of Directors and the Audit & Supervisory Board from a neutral and objective standpoint as an outside Audit & Supervisory Board member.

(Note) As outside Audit & Supervisory Board members Nobuyasu Ogata and Midori Mizutani were elected at the 30th Annual General Meeting of Shareholders held on June 21, 2024, their attendance at the Board of Directors meeting and the Audit & Supervisory Board meeting held after their assumption of office is shown.

#### **(4) Status of Accounting Auditor**

##### **(i) Name**

Ernst & Young ShinNihon LLC

##### **(ii) Amount of compensation, etc.**

	<b>Amount of compensation, etc.</b>
Amount of compensation, etc. of accounting auditor for the current fiscal year	46 million yen
Total amount of monetary and other financial benefits payable by the Company and its subsidiaries to the accounting auditor	46 million yen

(Notes) 1. The audit contract between the Company and the accounting auditor does not clearly distinguish between the amounts of audit fees, etc. for audits based on the Companies Act and those for audits based on the Financial Instruments and Exchange Act, and it is practically impossible to do so.

2. Audit & Supervisory Board made a decision to agree with the amount of compensation, etc. of the accounting auditor after necessary verification of the appropriateness of the content of the audit plan of the accounting auditor, the performance of duties of the accounting audit, and the basis for calculation of the compensation estimate.

##### **(iii) Non-audit services**

Not applicable.

##### **(iv) Policy on Dismissal or Non-reappointment of Accounting Auditor**

The Audit & Supervisory Board shall decide the content of the proposal for dismissal or non-reappointment of the accounting auditor to be submitted to the General Meeting of Shareholders if it determines that such action is necessary, such as when there is a problem with the accounting auditor's performance of its duties.

In addition, the Audit & Supervisory Board will dismiss the accounting auditor with the unanimous consent of the Audit & Supervisory Board Members if the accounting auditor is deemed to fall under any of the items of Article 340, Paragraph 1 of the Companies Act. In this case, the member selected by the Audit & Supervisory Board shall report the dismissal of the accounting auditor and the reasons thereof at the first general meeting of shareholders convened after the dismissal.

##### **(v) Summary of the contents of the liability limitation agreement**

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Articles of Incorporation of the Company stipulate that the Company and the accounting auditor may enter into an agreement to limit liability for damages as stipulated in Article 423, Paragraph 1 of the Act, but the Company has not entered into a liability limitation agreement.

##### **(vi) Summary of the contents of the indemnity agreement, etc.**

Not applicable.

### **3 Basic Policy on Control of the Company**

Not applicable.

### **4 Basic Policy on Dividends from Surplus**

The Company recognizes that returning profits to shareholders is one of its most important management policies, and its basic policy is to maintain stable dividends while securing the internal reserves necessary to strengthen the management base in response to changes in the business environment and for future business development.

Based on this policy, we will actively work to return profits to shareholders, taking into consideration our business performance, financial condition, and investment plans from a medium- to long-term perspective.

The Company's basic policy is to pay a year-end dividend once a year. The Company's Articles of Incorporation stipulate that matters listed in Article 459, Paragraph 1 of the Companies Act may be determined by a resolution of the Board of Directors, unless otherwise provided by law.

Based on the above policy, the Company plans to pay a year-end dividend of 31 yen per share for the current fiscal year.

# Consolidated Financial Statements

## Consolidated Balance Sheet (as of March 31, 2025)

(Unit: millions of yen)

Subject	Amount	Subject	Amount
<b>(Assets)</b>		<b>(Liabilities)</b>	
<b>Current assets</b>	<b>16,717</b>	<b>Current liabilities</b>	<b>12,268</b>
Cash and deposits	2,344	Accounts payable - trade	2,017
Notes receivable – trade	34	Short-term borrowings	2,220
Accounts receivable - trade	7,224	Current portion of long-term borrowings	1,768
Work in progress	245	Accounts payable - other	1,111
Raw materials and supplies	6,260	Income taxes payable	2,029
Other	616	Accrued consumption taxes	662
Allowance for doubtful accounts	(10)	Provision for bonuses	1,079
		Other	1,378
<b>Non-current assets</b>	<b>18,690</b>	<b>Non-current liabilities</b>	<b>2,823</b>
<b>Property, plant and equipment</b>	<b>12,348</b>	Long-term borrowings	1,015
Buildings and structures	7,807	Retirement benefit liability	1,224
Tools, furniture and fixtures	8,381	Asset retirement obligations	460
Land	1,629	Other	123
Other	293		
Accumulated depreciation and impairment	(5,763)	<b>Total Liabilities</b>	<b>15,091</b>
<b>Intangible assets</b>	<b>4,232</b>	<b>(Total net assets)</b>	
Goodwill	1,835	<b>Shareholders' equity</b>	<b>19,944</b>
Software	1,189	Share capital	2,493
Other	1,207	Capital surplus	2,570
<b>Investments and other assets</b>	<b>2,109</b>	Retained earnings	14,894
Investment securities	63	Treasury shares	(13)
Leasehold and guarantee deposits	603	<b>Accumulated other comprehensive income</b>	<b>15</b>
Deferred tax assets	1,336	Valuation difference on available-for-sale securities	1
Other	144	Foreign currency translation adjustment	(39)
Allowance for doubtful accounts	(38)	Remeasurements of defined benefit plans	53
		<b>Non-controlling interests</b>	<b>355</b>
<b>Total assets</b>	<b>35,407</b>	<b>Total net assets</b>	<b>20,315</b>
		<b>Total liabilities and net assets</b>	<b>35,407</b>

## Consolidated Statements of Income

(from April 1, 2024 to March 31, 2025)

(Unit: millions of yen)

Subject	Amount	
<b>Net sales</b>		<b>49,375</b>
<b>Cost of sales</b>		<b>30,613</b>
<b>Gross profit</b>		<b>18,762</b>
<b>Selling, general and administrative expenses</b>		<b>10,137</b>
<b>Operating profit</b>		<b>8,624</b>
<b>Non-operating income</b>		
Surrender value of insurance policies	26	
Rental income	33	
Gain on sale of scraps	13	
Other	42	115
<b>Non-operating expenses</b>		
Interest expenses	39	
Foreign exchange losses	15	
Depreciation	14	
Compensation expenses	16	
Other	33	118
<b>Ordinary profit</b>		<b>8,621</b>
<b>Extraordinary income</b>		
Gain on sale of non-current assets	5	5
<b>Extraordinary losses</b>		
Impairment losses	342	
Other	16	358
<b>Profit before income taxes</b>		<b>8,267</b>
Income taxes - current	2,905	
Income taxes - deferred	(252)	2,653
<b>Profit</b>		<b>5,614</b>
Profit attributable to non-controlling interests		84
<b>Profit attributable to owners of parent</b>		<b>5,530</b>

## Consolidated Statements of Changes in Net Assets

(from April 1, 2024 to March 31, 2025)

(Unit: millions of yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at the beginning of period	2,493	2,576	11,591	(13)	16,647
Changes during period					
Dividends of surplus			(2,226)		(2,226)
Profit attributable to owners of parent			5,530		5,530
Purchase of treasury shares				(0)	(0)
Purchase of shares of consolidated subsidiaries		(6)			(6)
Net changes in items other than shareholders' equity					
Total changes during the period	—	(6)	3,303	(0)	3,297
Balance at the end of the period	2,493	2,570	14,894	(13)	19,944

	Accumulated other comprehensive income				Non-controlling interest	Total net assets
	Valuation difference on available-for-sale securities	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income		
Balance at the beginning of period	2	(69)	(44)	(112)	254	16,789
Changes during period						
Dividends of surplus						(2,226)
Profit attributable to owners of parent						5,530
Purchase of treasury shares						(0)
Purchase of shares of consolidated subsidiaries						(6)
Net changes in items other than shareholders' equity	(0)	30	98	128	100	228
Total changes during period	(0)	30	98	128	100	3,526
Balance at the end of period	1	(39)	53	15	355	20,315

# Financial Statements

## Balance Sheet (as of March 31, 2025)

(Unit: millions of yen)

Subject	Amount	Subject	Amount
<b>(Assets)</b>		<b>(Liabilities)</b>	
<b>Current assets</b>	<b>4,300</b>	<b>Current liabilities</b>	<b>10,313</b>
Cash and deposits	953	Short-term borrowings	2,180
Notes receivable - trade	3	Short-term borrowings of subsidiaries and affiliates	4,081
Short-term loans receivable from subsidiaries and affiliates	2,994	Current portion of long-term borrowings	1,756
Other	348	Accounts payable - other	705
Allowance for doubtful accounts	△0	Income taxes payable	248
<b>Non-current assets</b>	<b>19,557</b>	Provision for bonuses	132
<b>Property, plant and equipment</b>	<b>11,351</b>	Other	1,207
Buildings and structures	7,082	<b>Non-current liabilities</b>	<b>3,023</b>
Tools, furniture and fixtures	8,207	Long-term borrowings	1,011
Land	1,076	Allowance for retirement benefits	1,185
Other	108	Asset retirement obligations	460
Accumulated depreciation and impairment loss	(5,124)	Allowance for loss on business of subsidiaries and affiliates	329
		Other	37
		<b>Total liabilities</b>	<b>13,336</b>
<b>Intangible assets</b>	<b>2,393</b>	<b>(Total net assets)</b>	
Software	1,187	<b>Shareholders' equity</b>	<b>10,520</b>
Other	1,205	<b>Share capital</b>	<b>2,493</b>
<b>Investments and other assets</b>	<b>5,812</b>	<b>Capital surplus</b>	<b>2,924</b>
Investment securities	2	Capital reserve	2,450
Shares of subsidiaries and affiliates	4,505	Other capital surplus	473
Lease and guarantee deposits	551	<b>Retained earnings</b>	<b>5,116</b>
Deferred tax asset	729	Legal retained earnings reserve	10
Other	69	Other retained earnings	5,106
Allowance for doubtful accounts	△44	Retained earnings brought forward	5,106
		<b>Treasury shares</b>	<b>△13</b>
<b>Total assets</b>	<b>23,857</b>	<b>Total net assets</b>	<b>10,520</b>
		<b>Total liabilities and net assets</b>	<b>23,857</b>

**Statement of Income** (from April 1, 2024 to March 31, 2025)

(Unit: millions of yen)

Subject	Amount	
<b>Operating revenue</b>		<b>8,371</b>
<b>Operating expenses</b>		<b>5,463</b>
<b>Operating profit</b>		<b>2,907</b>
<b>Non-operating income</b>		
Interest income	19	
Rental income	26	
Other	7	52
<b>Non-operating expenses</b>		
Interest expenses	55	
Provision for doubtful accounts	17	
Depreciation	14	
Provision for loss on business of subsidiaries and affiliates	19	
Other	21	129
<b>Ordinary profit</b>		<b>2,831</b>
<b>Extraordinary losses</b>		
Impairment losses	342	
Other	2	345
<b>Profit before tax</b>		<b>2,485</b>
Income taxes - current	222	
Income taxes - deferred	(187)	34
<b>Profit</b>		<b>2,450</b>

## Statement of Changes in Net Assets

(from April 1, 2024 to March 31, 2025)

(Unit: millions of yen)

	Shareholders' equity						
	Share capital	Capital surplus			Retained earnings		
		Capital reserve	Other Capital surplus	Total capital surplus	Legal retained earnings reserve	Other retained earnings Retained earnings brought forward	Total retained earnings
Balance at the beginning of period	2,493	2,450	473	2,924	10	4,882	4,892
Changes of items during the period							
Dividends of surplus						(2,226)	(2,226)
Profit						2,450	2,450
Purchase of treasury shares							
Net changes of items other than shareholders' equity							
Total changes during the period	—	—	—	—	—	224	224
Balance at the end of period	2,493	2,450	473	2,924	10	5,106	5,116

	Shareholders' equity		Total net assets
	Treasury shares	Shareholders' equity total	
Balance at the beginning of period	(13)	10,295	10,295
Changes of items during the period			
Dividends of surplus		(2,226)	(2,226)
Profit		2,450	2,450
Purchase of treasury shares	(0)	(0)	(0)
Net changes of items other than shareholders' equity			—
Total changes during the period	(0)	224	224
Balance at the end of period	(13)	10,520	10,520

# Audit Report

## Audit Report on the Consolidated Financial Statements

### Independent Auditor's Report

May 13, 2025

To the Board of Directors of Japan Elevator Service Holdings Co., Ltd.

Ernst & Young ShinNihon LLC

Tokyo Office

Designated and Engagement Partner

Certified public  
accountant

Hisashi Atobe

Designated and Engagement Partner

Certified public  
accountant

Rentaro Miki

#### Audit Opinion

Pursuant to the provisions of Article 444, Paragraph 4 of the Companies Act, we have audited the consolidated financial statements of Japan Elevator Service Holdings Co., Ltd. for the fiscal year from April 1, 2024 to March 31, 2025, namely, the consolidated balance sheets, the consolidated statements of income, the consolidated statements of changes in equity, and the notes to the consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of Japan Elevator Service Holdings Co., Ltd. and its consolidated subsidiaries for the period, for which the consolidated financial statements were prepared, in conformity with accounting principles generally accepted in Japan.

#### Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. The audit corporation's responsibilities under the auditing standards are described in "Auditor's Responsibilities in the Audit of Consolidated Financial Statements." We are independent of the company and its consolidated subsidiaries and fulfill our other ethical responsibilities as auditors in accordance with the rules of professional ethics in Japan. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our opinion.

#### Other Descriptions

The other statements are the business report and its supporting schedules. Management is responsible for preparing and disclosing the other statements. In addition, the Audit & Supervisory Board and its members are responsible for monitoring the directors' performance of their duties in the development and operation of other stated reporting processes.

Our audit opinion on the consolidated financial statements does not include any other description, and we express no opinion on any other description.

Our responsibility in the audit of the consolidated financial statements is to read the other information carefully and, in the course of reading the other information, to consider whether there are material differences between the other information and the consolidated financial statements or our knowledge obtained in the course of our audit, and to pay attention to whether there are any indication of material errors in the other information other than such material differences. In addition to such material differences, we also pay attention to whether there are any other indications of material errors in the other statements.

If, based on the work we have performed, we determine that there are material errors in the other entries, we are required to report those facts.

We have no other matters to report.

**Responsibilities of Management, Audit & Supervisory Board and its members for the consolidated financial statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan. This includes the development and operation of internal control determined by management to be necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for evaluating whether it is appropriate to present the consolidated financial statements on a going concern basis and for disclosing any matters related to going concern that are required to be disclosed in accordance with accounting principles generally accepted in Japan. The Company is responsible for the disclosure of such matters.

The Audit & Supervisory Board and its members are responsible for monitoring the directors' performance of their duties in the development and operation of the financial reporting process.

**Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

The auditor is responsible for obtaining reasonable assurance about whether the consolidated financial statements as a whole are free of material misstatement, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the consolidated financial statements from an independent standpoint in the auditor's report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the consolidated financial statements.

The auditor shall exercise professional judgment throughout the audit process in accordance with auditing standards generally accepted as fair and appropriate in Japan, and shall maintain professional skepticism and

- Identify and assess the risk of material misstatement due to fraud or error. In addition, audit procedures shall be designed and implemented to address the risks of material misstatement. The selection and application of audit procedures are at the auditor's discretion. In addition, we obtain sufficient and appropriate audit evidence on which to base our opinion.
- Examine internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, when making the risk assessment, although the auditor's audit of the consolidated financial statements is not intended to express an opinion on the effectiveness of internal control.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management and the reasonableness of the accounting estimates made by management and the appropriateness of the related notes.
- Conclude as to whether it is appropriate for management to prepare the consolidated financial statements on a going concern basis and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern exists, the auditor is required to draw attention in the auditor's report to the notes to the consolidated financial statements or, if the notes to the consolidated financial statements are not appropriate with respect to the material uncertainty, to express an opinion with qualifications on the consolidated financial statements. The auditor's conclusion is based on audit evidence obtained up to the date of the auditor's report; however, future events or circumstances may cause the entity to cease to exist as a going concern.
- Assess whether the presentation and notes to the consolidated financial statements conform to accounting principles generally accepted in Japan, and whether the consolidated financial statements, including the related notes, present fairly the transactions and accounting events on which the consolidated financial statements are based.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to enable us to express our opinion on the consolidated financial statements. The auditor is responsible for directing, supervising and performing the audit of the consolidated financial statements. The auditor is solely responsible for its audit opinion.

The auditor shall report to the Audit & Supervisory Board and its members on the planned scope and timing of the audit, significant audit findings, including significant deficiencies in internal control identified during the course of the audit, and other matters required by auditing standards. and other matters required by auditing standards.

The auditor shall report to the Audit & Supervisory Board and its members that the auditor has complied with professional ethics regulations in Japan regarding independence and matters that may reasonably be considered to affect the auditor's independence, and if any measures have been taken to remove impediments or safeguards have been applied to reduce impediments to an acceptable level, the details of such safeguards, if any.

**Interests**

We have no interest in or relationship with the Company or its consolidated subsidiaries which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act.

Ends

# Audit Report on Financial Statements

## Independent Auditor's Report

May 13, 2025

To the Board of Directors of Japan Elevator Service Holdings Co., Ltd.

Ernst & Young ShinNihon LLC

Tokyo Office

Designated and Engagement Partner

Certified public  
accountant

Hisashi Atobe

Designated and Engagement Partner

Certified public  
accountant

Rentaro Miki

### Audit Opinion

Pursuant to the provisions of Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the financial statements of Japan Elevator Service Holdings Co., Ltd. for the 31st fiscal year from April 1, 2024 to March 31, 2025, namely, the balance sheets, statements of income, statements of changes in net assets, notes to financial statements, and the accompanying supplemental schedules (hereinafter referred to as the "financial statements, etc.>").

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the Company for the period, for which the financial statements were prepared, in conformity with accounting principles generally accepted in Japan.

### Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility is to express an opinion on the financial statements based on our audit. We are independent of the company and fulfill our other ethical responsibilities as auditors in accordance with the rules of professional ethics in our country. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our opinion.

### Other Descriptions

The other statements are the business report and its supporting schedules. Management is responsible for preparing and disclosing the other statements. In addition, the Audit & Supervisory Board and its members are responsible for monitoring the directors' performance of their duties in the development and operation of other stated reporting processes.

Our audit opinion on the financial statements does not cover other matters and we express no opinion on them.

Our responsibility in the audit of the financial statements is to read the other information carefully and, in the course of reading the other information, to consider whether there are material differences between the other information and the financial statements or our knowledge obtained in the audit, and to pay attention to whether there are any indication of material errors in the other information other than such material differences. In addition to such material differences, we also pay attention to whether there are any other indications of material misstatement.

If, based on the work we have performed, we determine that there are material errors in the other entries, we are required to report those facts.

We have no other matters to report.

**Responsibility of management and Audit & Supervisory Board and its members for the financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in conformity with accounting principles generally accepted in Japan. This includes the establishment and operation of internal controls deemed necessary by management for the preparation and fair presentation of financial statements and other financial information that are free from material misstatement due to fraud or error.

In preparing the financial statements, management is responsible for evaluating whether it is appropriate to prepare the financial statements based on the going concern assumption and for disclosing matters related to a going concern if such disclosure is required under accounting principles generally accepted in Japan.

The Audit & Supervisory Board and its members are responsible for monitoring the directors' performance of their duties in the development and operation of the financial reporting process.

**Auditor's Responsibility for the Audit of Financial Statements**

The auditor is responsible for obtaining reasonable assurance about whether the financial statements as a whole are free of material misstatement, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the financial statements from an independent perspective in the auditor's report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the financial statements.

The auditor shall exercise professional judgment throughout the audit process in accordance with auditing standards generally accepted as fair and appropriate in Japan, and shall maintain professional skepticism and

- Identify and assess the risk of material misstatement due to fraud or error. In addition, audit procedures shall be designed and implemented to address the risks of material misstatement. The selection and application of audit procedures are at the auditor's discretion. In addition, we obtain sufficient and appropriate audit evidence on which to base our opinion.
- Examines internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, when making the risk assessment, although the auditor's audit of the financial statements is not intended to express an opinion on the effectiveness of internal control.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management and the reasonableness of the accounting estimates made by management and the appropriateness of the related notes.
- Conclude whether it is appropriate for management to prepare the financial statements on a going concern basis and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern is recognized, the auditor is required to draw attention in the auditor's report to the notes to the financial statements or, if the notes to the financial statements are not appropriate with respect to the material uncertainty, to express an opinion with qualifications on the financial statements or the financial statements. The auditor's conclusion is based on audit evidence obtained up to the date of the auditor's report; however, future events or circumstances may cause the entity to cease to exist as a going concern.
- Evaluate whether the presentation and notes to the financial statements conform to accounting principles generally accepted in Japan, and whether the financial statements, including the related notes, present fairly the underlying transactions and accounting events, as well as the financial statement presentation, composition and details.

The auditor shall report to the Audit & Supervisory Board and its members on the planned scope and timing of the audit, significant audit findings, including significant deficiencies in internal control identified during the course of the audit, and other matters required by auditing standards. and other matters required by auditing standards.

The auditor shall report to the Audit & Supervisory Board and its members that the auditor has complied with professional ethics regulations in Japan regarding independence and matters that may reasonably be considered to affect the auditor's independence, and if any measures have been taken to remove impediments or safeguards have been applied to reduce impediments to an acceptable level, the details of such safeguards, if any.

**Interests**

We have no interest in or relationship with the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act.

Ends

# Audit Report of the Audit & Supervisory Board

## Audit Report

The Audit & Supervisory Board has prepared this audit report on the directors' performance of their duties for the 31st fiscal year from April 1, 2024 to March 31, 2025, based on the audit reports prepared by each Audit & Supervisory Board member, and after due deliberation The Board of Directors of the Company hereby submits its audit report as follows.

### **1. Method and content of audits by Audit & Supervisory Board and its members**

- (1) The Audit & Supervisory Board established audit policies, assignment of duties, etc., received reports from each Audit & Supervisory Board member on the status of implementation and results of audits, and received reports from directors and accounting auditors on the status of execution of their duties, We also received reports on the status of execution of their duties from directors and accounting auditors, and requested explanations as necessary.
- (2) Each Audit & Supervisory Board member complied with the Audit & Supervisory Board member audit standards established by the Audit & Supervisory Board, followed the audit policy, allocation of duties, etc., communicated with the directors, the Internal Audit Office and other employees, etc., collected information and prepared the audit environment.
  - (i) Attended meetings of the Board of Directors and other important meetings, received reports from directors, employees, and others on the status of execution of their duties, requested explanations as necessary, perused important approval documents, etc., and investigated the status of operations and assets at the head office and principal business offices. With respect to subsidiaries, we communicated and exchanged information with directors and Audit & Supervisory Board members of subsidiaries and received business reports from subsidiaries as necessary.
  - (ii) Received reports from directors, employees, and other relevant personnel regarding the details of the resolution of the Board of Directors concerning the establishment of an internal control system as stipulated in the Companies Act and the status of its establishment and operation, and requested explanations and expressed opinions as necessary. With respect to the internal control system in the corporate group, we also received reports from directors and employees of subsidiaries on the status of its establishment and operation, as necessary, and requested explanations.
  - (iii) Monitored and verified whether the accounting auditors maintained their independence and conducted appropriate audits, received reports from the accounting auditors on the performance of their duties, and requested explanations when necessary. In addition, we received notice from the accounting auditor that "systems to ensure that duties are performed properly" are being developed in accordance with the "Quality Control Standards for Audits" and other standards established by the Business Accounting Council, and sought explanations as necessary.

Based on the above methods, we have examined the business report and supporting schedules, financial statements (balance sheet, statement of income, statement of changes in net assets and notes to financial statements) and supporting schedules, and consolidated financial statements (consolidated balance sheet, consolidated statement of income, consolidated statement of changes in net assets and notes to consolidated financial statements) for the relevant fiscal year.

## 2. Audit results

(1) Results of audit of business report, etc.

(i) In our opinion, the business report and supporting schedules present fairly the condition of the Company in conformity with applicable laws and regulations and the Articles of Incorporation.

(ii) We have found no misconduct or material fact of violation of laws, regulations or the Articles of Incorporation in connection with the Directors' performance of their duties.

(iii) In our opinion, the content of the Board of Directors' resolution regarding the internal control system is appropriate. In addition, we have found no matters to be pointed out with respect to the descriptions in the business report and the execution of duties by the directors with respect to such internal control system.

(2) Audit Results of Financial Statements and Supplementary Schedules

In our opinion, the auditing methods and results of the accounting auditor, Ernst & Young ShinNihon LLC, are appropriate.

(3) Results of Audit of Consolidated Financial Statements

In our opinion, the auditing methods and results of the accounting auditor, Ernst & Young ShinNihon LLC, are appropriate.

May 19, 2025

Audit & Supervisory Board of Japan Elevator Service Holdings Co., Ltd.

Full-time Audit & Supervisory Board member Kei Tachibana ㊞

Outside Audit & Supervisory Board Member Nobuyasu Ogata ㊞

Outside Audit & Supervisory Board Member Midori Mizutani ㊞

Ends

## Reference Documents for the General Meeting of Shareholders

### **Proposal No. 1** Appropriation of Surplus

The Company recognizes that returning profits to shareholders is one of its most important management policies, and its basic policy is to maintain stable dividends while securing the internal reserves necessary to strengthen the management base in response to changes in the business environment and for future business development.

Taking into consideration future business development and other factors, we propose to pay a year-end dividend for the 31st fiscal year as follows.

#### Matters related to year-end dividends

**(i) Type of dividend property**

Cash

**(ii) Matters relating to the allocation of dividend assets and the total amount thereof**

31 yen per share of common stock

Total amount of dividends 2,760,773,789 yen

**(iii) Date on which the distribution of surplus becomes effective**

June 25, 2025

## Proposal No. 2 Election of Five (5) Directors

At the conclusion of the 31st Annual General Meeting of Shareholders scheduled to be held on June 24, 2025, the terms of office of all directors (5 directors) will expire. The Company proposes to elect five directors.

The candidates for the Board of Directors are as follows.

Candidate No.	Name	Position in the Company			
1	Katsushi Ishida	President & Representative Director	Reappointment		
2	Kimihiko Imamura	Director, Deputy President	Reappointment		
3	Hitoshi Watanabe	Director	Reappointment	Outside	Independent
4	Noriko Endo	Director	Reappointment	Outside	Independent
5	Mika Yano	Director	Reappointment	Outside	Independent

Reappointment

Candidates for reappointment as directors

Outside

Candidates for Outside Directors

Independent

Independent Director as stipulated by the Tokyo Stock Exchange

Candidate No. **1**

## Katsushi Ishida

Reappointment



### Brief personal history, position and responsibility in the Company

April 1985	Joined SEC Elevator Co., Ltd.	May 2015	President & Representative Director of the Company
June 1991	Joined Ikuei Kanzai Co., Ltd.	June 2017	President & Representative Director CEO of the Company
July 1992	Joined PEMS Co., Ltd.	June 2020	Representative Director CEO of the Company
October 1994	Established the Company, President & Representative Director	April 2022	President & Representative Director CEO of the Company (current position)
January 2015	Representative Director of the Company		

**Date of Birth**  
March 25, 1966

**Number of shares of the Company held**  
19,033,700 shares

**Attendance at Board of Directors meetings**  
14/14 times

### Reason for nomination as a candidate for director

Mr. Katsushi Ishida, a candidate for director, is the founder of the Company and has led the expansion of the Group's business through his excellent foresight, technical skills, and strong leadership as the Company's representative director for many years. We continue to nominate him as a candidate for director because of his extensive experience and broad knowledge in the elevator maintenance business and the industry in general, and because we expect him to continue to contribute to the enhancement of the corporate value of our Group.

Candidate No. **2**

## Kimihiko Imamura

Reappointment



### Brief personal history, position and responsibility in the Company

December 2006	Joined KPMG AZSALLC	June 2017	Director, Senior Managing Executive Officer, CFO, General Manager of Business Administration Headquarters
May 2013	Joined Digital Advertising Consortium Inc. (now Hakuhodo DY ONE Inc.)	April 2018	Director, Deputy President and Executive Officer CFO, General Manager of Business Administration Headquarters
April 2016	Deputy General Manager, Business Management Headquarters	June 2024	Director, Deputy President CFO and General Manager of Business Administration Headquarters (current position)
January 2017	Joined the Company		

**Date of Birth**  
June 18, 1978

**Number of shares of the Company held**  
26,500 shares

**Attendance at Board of Directors meetings**  
14/14 times

### Reason for nomination as a candidate for director

Since becoming a director of the Company, Mr. Kimihiko Imamura, a candidate for director, has overseen the Company's administrative division after the Company's listing, utilizing his professional expertise as a certified public accountant. He has extensive knowledge and experience in the areas of business management, corporate governance, and finance, and we believe that he is well qualified to continue to enhance the corporate value of our group. We therefore continue to nominate him as a candidate for director.

Candidate No. **3**

## Hitoshi Watanabe

Reappointment

Outside

Independent



### Brief personal history, position and responsibility in the Company

September 1987	Joined Tokyo C.P.A. Special College	August 2000	Head of Watanabe CPA Office (current position)
October 1988	Joined Showa Ohta Audit Corporation (now Ernst & Young ShinNihon LLC)	June 2008	President of R&J Co., Ltd. (current position)
January 1994	Located in E&Y's Sydney office	April 2015	Outside Director of the Company (current position)

**Date of birth**  
March 15, 1965

**Number of shares of the Company held**  
- shares

**Attendance at Board of Directors meetings**  
14/14 times

### Reason for nomination as a candidate for outside director and summary of expected roles

Mr. Hitoshi Watanabe, a candidate for outside director, has a high level of expertise and a wealth of experience cultivated as a certified public accountant, and we continue to nominate him as a candidate for outside director in the expectation that he will not only strengthen our overall management monitoring and supervision functions, but also apply his insight and knowledge, etc. to the overall management of the Company.

Candidate No. **4**

## Noriko Endo

Reappointment

Outside

Independent



### Brief personal history, position and responsibility in the Company

June 1994	Joined DIAMOND, Inc.	June 2019	Outside Director of Hankyu Hanshin Holdings, Inc. (current position)
March 2006	Deputy Editor, Editorial Department of Diamond Weekly, DIAMOND, Inc.	April 2020	Project Professor of Global Research Institute, Keio University
September 2013	Visiting Researcher, Policy Alternatives Research Institute of the University of Tokyo	March 2021	Outside Director of Techpoint, Inc.
April 2015	Project Professor of Graduate School of Media and Governance, Keio University	June 2021	Outside Director of the Company (current position)
June 2016	Outside Director of NTT DOCOMO, Inc.	June 2022	Outside Director of Nippon Telegraph and Telephone Corporation (current position)
July 2018	Outside Director of AIN Holdings, Inc. (current position)	April 2024	Professor, Research Council, Waseda University (current position)

**Date of Birth**  
May 6, 1968

**Number of shares of the Company held**  
3,000 shares

**Attendance at Board of Directors meetings**  
14/14 times

### Reason for nomination as a candidate for outside director and summary of expected roles

Ms. Noriko Endo, a candidate for outside director, has knowledge cultivated through public policy research and news gathering activities as an editor of economic magazines and experience as an outside director at other listed companies and we continue to nominate her as a candidate for outside director in the expectation that not only strengthen the monitoring and supervision of overall management, but also apply her insight and knowledge to the overall management of the Company.

Candidate No. **5**

**Mika Yano**

Reappointment

Outside

Independent



**Date of Birth**  
June 7, 1973

**Number of shares of the Company held**  
- shares

**Attendance at Board of Directors meetings**  
14/14 times

**Brief personal history, position and responsibility in the Company**

September 1999	Joined Plum Creek Timber Company, Inc.	April 2018	Director and Head of Legal, Asia and U.S., Colt Technology Services, Co., Ltd.
October 2001	Joined Skadden Arps, State, Meagher & Flom LLP	May 2019	Director, Director and Head of Legal, Asia and U.S., Colt Technology Services, Co., Ltd.
May 2002	Admitted to the New York State Bar, U.S.A.	May 2020	Representative Director, MarketPrism Japan Co., Ltd.
October 2007	Joined Morgan Stanley Capital K.K.		
July 2008	Re-admitted to Skadden Arps, Slate, Meagher & Flom LLP	November 2020	Director, Vice President and Head of Legal, Asia and the U.S., Colt Technology Services Co., Ltd.
July 2009	Joined Sumitomo Life Insurance Company	June 2022	<b>Outside Director of the Company (current position)</b>
September 2012	<b>Representative Director and President, Mizenka Co., Ltd. (current position)</b>	November 2023	<b>Vice President &amp; Legal Counsel, General Manager, Japan MGM, MGM Resorts Japan, LLC (current position)</b>
June 2016	Joined Colt Technology Services, Co., Ltd.		

**Reason for nomination as a candidate for outside director and summary of expected roles**

Ms. Mika Yano, a candidate for outside director, has extensive experience, experience and insight in corporate legal affairs as a lawyer in the State of New York, U.S.A., as well as experience as a corporate manager. We expect that she will apply her wide range of experience and insight to the management of our Group, and therefore we continue to nominate her for outside director.

- (Notes)
1. There is no special interest between each candidate and the Company.
  2. Mr. Hitoshi Watanabe, Ms. Noriko Endo and Ms. Mika Yano are candidates for outside director.
  3. Mr. Hitoshi Watanabe is currently an outside director of the Company, and his term of office as an outside director will be 10 years and 2 months at the conclusion of this General Meeting of Shareholders.
  4. Ms. Noriko Endo is currently an outside director of the Company, and her term of office as an outside director will be 4 years at the conclusion of this General Meeting of Shareholders.
  5. Ms. Mika Yano is currently an outside director of the Company, and her term of office as an outside director will be 3 years at the conclusion of this General Meeting of Shareholders.
  6. Mr. Hitoshi Watanabe, Ms. Noriko Endo and Ms. Mika Yano are currently outside directors of the Company, and the Company has entered into a limited liability contract with each of them, which limits their liability to the minimum amount stipulated in Article 425, Paragraph 1 of the Companies Act. If their reappointment is approved, the Company intends to continue the above liability limitation agreement with each of them.
  7. The Company has registered Mr. Hitoshi Watanabe, Ms. Noriko Endo and Ms. Mika Yano as independent directors as stipulated by the Tokyo Stock Exchange. If each of them is reappointed, the Company will continue to appoint each of them as independent directors.
  8. The Company has concluded a directors' and officers' liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act, and a summary of the contents of such insurance contract is shown in "2. Current Status of the Company (3) Directors and Audit & Supervisory Board members." If the election of the director nominees is approved, they will be included as insureds under the policy. The policy is scheduled to be renewed with the same terms and conditions at the next renewal.
  9. The number of shares held by Mr. Katsushi Ishida, Chairman and President, includes the number of shares held by his asset management company, KI Corporation.
  10. Ms. Noriko Endo's name in the family register is Noriko Tsujihiro.

Ends

(Reference)

Director and Audit & Supervisory Board member skills matrix (if each director candidate is elected at this meeting)

Name	Position and title in the Company	Gender Male: M Female: F	Management	Sales Marketing	Human resources Labor Training	Finance Accounting	Legal Risk Management	Sustainability
Katsushi Ishida	President & Representative Director CEO	M	○	○	○			○
Kimihiko Imamura	Director, Deputy President CFO	M	○		○	○	○	○
Hitoshi Watanabe	Outside Director	M				○		
Noriko Endo	Outside Director	F	○				○	○
Mika Yano	Outside Director	F	○		○		○	
Kei Tachibana	Full-time Audit & Supervisory Board member	M				○	○	
Nobuyasu Ogata	Outside Audit & Supervisory Board member	M			○		○	
Midori Mizutani	Outside Audit & Supervisory Board member	F				○		

## Map of the General Meeting of Shareholders venue

The place will be different from last time. Please be careful not to make a mistake when you come.

**Place**  
**Bellesalle Tokyo Nihonbashi 5F Room4+5**  
 Tokyo Nihonbashi Tower 2-7-1 Nihonbashi, Chuo-ku, Tokyo  
 TEL 050-3112-0917

Access by public transportation	Tokyo Metro Tozai Line, Tokyo Metro Ginza Line, Toei Asakusa Line	Nihonbashi Station	Direct connection from Exit B6
	Tokyo Metro Hanzomon Line	Mitsukoshimae Station	3 minute walk from Exit B6
	JR Line	Tokyo Station	6 minute walk from Yaesu North Exit



この印刷物は、FSC®認証紙を使用し、環境に優しい植物油インキを使って印刷しています。



見やすいユニバーサルデザインフォントを採用しています。